

Extended to November 15, 2017

## Return of Private Foundation

OMB No 1545-0052

Form 990-PF

Department of the Treasury  
Internal Revenue ServiceDo not enter social security numbers on this form as it may be made public.  
Information about Form 990-PF and its separate instructions is at [www.irs.gov/form990pf](http://www.irs.gov/form990pf).

2016

Open to Public Inspection

For calendar year 2016 or tax year beginning

, and ending

Name of foundation <b>The Frederic C. Hamilton Family Foundation</b>		A Employer identification number <b>54-2099318</b>
Number and street (or P O box number if mail is not delivered to street address) <b>1560 Broadway Suite 2200</b>	Room/suite	B Telephone number <b>(303) 863-3000</b>
City or town, state or province, country, and ZIP or foreign postal code <b>Denver, CO 80202</b>		C If exemption application is pending, check here <input type="checkbox"/>
G Check all that apply: <input type="checkbox"/> Initial return <input type="checkbox"/> Initial return of a former public charity <input type="checkbox"/> Final return <input type="checkbox"/> Amended return <input type="checkbox"/> Address change <input type="checkbox"/> Name change		D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation		E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col (c), line 16) <b>\$ 34,554,883.</b>	J Accounting method: <input checked="" type="checkbox"/> Cash <input type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)	F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a))		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
1 Contributions, gifts, grants, etc., received				N/A	
2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B					
3 Interest on savings and temporary cash investments		116,684.	114,092.		Statement 2
4 Dividends and interest from securities		8,190.	7,679.		Statement 3
5a Gross rents					
b Net rental income or (loss)					
6a Net gain or (loss) from sale of assets not on line 10		1,273,591.			Statement 1
b Gross sales price for all assets on line 6a		4,988,655.			
7 Capital gain net income (from Part IV, line 2)			1,265,318.		
8 Net short-term capital gain					
9 Income modifications					
10a Gross sales less returns and allowances					
b Less Cost of goods sold					
c Gross profit or (loss)		238,807.	116,359.		Statement 4
11 Other income		1,637,272.	1,503,448.		
12 Total. Add lines 1 through 11					
13 Compensation of officers, directors, trustees, etc		0.	0.		0.
14 Other employee salaries and wages					
15 Pension plans, employee benefits					
16a Legal fees					
16b Accounting fees					
16c Other professional fees		46,721.	46,721.		0.
17 Interest		10,451.	10,451.		0.
18 Taxes		85,593.	593.		0.
19 Depreciation and depletion					
20 Occupancy					
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses		67.	67.		0.
24 Total operating and administrative expenses. Add lines 13 through 23		142,832.	57,832.		0.
25 Contributions, gifts, grants paid		250,163.			250,163.
26 Total expenses and disbursements. Add lines 24 and 25		392,995.	57,832.		250,163.
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements		1,244,277.			
b Net investment income (if negative, enter -0-)			1,445,616.		
c Adjusted net income (if negative, enter -0-)				N/A	

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<b>Part II Balance Sheets</b> <small>Attached schedules and amounts in the description column should be for end-of-year amounts only</small>		Beginning of year	End of year	
		(a) Book Value	(b) Book Value	(c) Fair Market Value
<b>Assets</b>	1 Cash - non-interest-bearing	69,450.	7,098,103.	7,098,103.
	2 Savings and temporary cash investments			
	3 Accounts receivable ▶			
	Less: allowance for doubtful accounts ▶			
	4 Pledges receivable ▶			
	Less: allowance for doubtful accounts ▶			
	5 Grants receivable			
	6 Receivables due from officers, directors, trustees, and other disqualified persons			
	7 Other notes and loans receivable ▶			
	Less: allowance for doubtful accounts ▶			
	8 Inventories for sale or use			
	9 Prepaid expenses and deferred charges			
	10a Investments - U.S. and state government obligations			
	b Investments - corporate stock Stmt 8	15,623,570.	15,357,629.	20,486,963.
	c Investments - corporate bonds			
	<b>Liabilities</b>	11 Investments - land, buildings, and equipment: basis ▶		
Less: accumulated depreciation ▶				
12 Investments - mortgage loans				
13 Investments - other Stmt 9		12,327,761.	6,809,326.	6,969,817.
14 Land, buildings, and equipment: basis ▶				
Less: accumulated depreciation ▶				
15 Other assets (describe ▶ )				
16 <b>Total assets</b> (to be completed by all filers - see the instructions. Also, see page 1, item I)		28,020,781.	29,265,058.	34,554,883.
17 Accounts payable and accrued expenses				
18 Grants payable				
19 Deferred revenue				
20 Loans from officers, directors, trustees, and other disqualified persons				
21 Mortgages and other notes payable				
22 Other liabilities (describe ▶ )				
23 <b>Total liabilities</b> (add lines 17 through 22)	0.	0.		
<b>Net Assets or Fund Balances</b>	<b>Foundations that follow SFAS 117, check here</b> ▶ <input type="checkbox"/>			
	<b>and complete lines 24 through 26 and lines 30 and 31.</b>			
	24 Unrestricted			
	25 Temporarily restricted			
	26 Permanently restricted			
	<b>Foundations that do not follow SFAS 117, check here</b> ▶ <input checked="" type="checkbox"/>			
	<b>and complete lines 27 through 31.</b>			
	27 Capital stock, trust principal, or current funds	0.	0.	
28 Paid-in or capital surplus, or land, bldg., and equipment fund	0.	0.		
29 Retained earnings, accumulated income, endowment, or other funds	28,020,781.	29,265,058.		
30 <b>Total net assets or fund balances</b>	28,020,781.	29,265,058.		
31 <b>Total liabilities and net assets/fund balances</b>	28,020,781.	29,265,058.		

**Part III Analysis of Changes in Net Assets or Fund Balances**

1 Total net assets or fund balances at beginning of year - Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	28,020,781.
2 Enter amount from Part I, line 27a	2	1,244,277.
3 Other increases not included in line 2 (itemize) ▶	3	0.
4 Add lines 1, 2, and 3	4	29,265,058.
5 Decreases not included in line 2 (itemize) ▶	5	0.
6 Total net assets or fund balances at end of year (line 4 minus line 5) - Part II, column (b), line 30	6	29,265,058.

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**Part IV Capital Gains and Losses for Tax on Investment Income**

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.)	(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a			
b See Attached Statements			
c			
d			
e			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			
b			
c			
d			
e 4,988,655.		3,723,337.	1,265,318.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
a			
b			
c			
d			
e			1,265,318.

2 Capital gain net income or (net capital loss)	<div> <div>If gain, also enter in Part I, line 7</div> <div>If (loss), enter -0- in Part I, line 7</div> </div>	2	1,265,318.
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter -0- in Part I, line 8		3	N/A

**Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income**

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period?

☐ Yes ☒ No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part.

1 Enter the appropriate amount in each column for each year; see the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col. (b) divided by col. (c))
2015	457,883.	35,046,587.	.013065
2014	5,632,008.	35,969,546.	.156577
2013	270,362.	36,777,502.	.007351
2012	1,191,617.	35,334,096.	.033724
2011	7,094,078.	37,612,377.	.188610

2 Total of line 1, column (d)	2	.399327
3 Average distribution ratio for the 5-year base period - divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years	3	.079865
4 Enter the net value of noncharitable-use assets for 2016 from Part X, line 5	4	33,467,579.
5 Multiply line 4 by line 3	5	2,672,888.
6 Enter 1% of net investment income (1% of Part I, line 27b)	6	14,456.
7 Add lines 5 and 6	7	2,687,344.
8 Enter qualifying distributions from Part XII, line 4	8	250,163.

If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate.  
See the Part VI instructions.

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**Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948 - see instructions)**

1a Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1. Date of ruling or determination letter: _____ (attach copy of letter if necessary-see instructions)			
b Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b		1	28,912.
c All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col. (b).			
2 Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		2	0.
3 Add lines 1 and 2		3	28,912.
4 Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)		4	0.
5 Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-		5	28,912.
6 Credits/Payments:			
a 2016 estimated tax payments and 2015 overpayment credited to 2016	6a	45,005.	
b Exempt foreign organizations - tax withheld at source	6b		
c Tax paid with application for extension of time to file (Form 8868)	6c	30,000.	
d Backup withholding erroneously withheld	6d	760.	
7 Total credits and payments. Add lines 6a through 6d	7		75,765.
8 Enter any penalty for underpayment of estimated tax. Check here <input checked="" type="checkbox"/> if Form 2220 is attached	8		
9 Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9		
10 Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10		46,853.
11 Enter the amount of line 10 to be: Credited to 2017 estimated tax <input type="checkbox"/> 46,853. Refunded <input type="checkbox"/> 0.	11		0.

**Part VII-A Statements Regarding Activities**

1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?	1a	Yes	No
b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see instructions for the definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.	1b		X
c Did the foundation file Form 1120-POL for this year?	1c		X
d Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation. \$ 0. (2) On foundation managers. \$ 0.			
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ 0.			
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities	2		X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3		X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?	4a	X	
b If "Yes," has it filed a tax return on Form 990-T for this year?	4b	X	
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T	5		X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X	
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col (c), and Part XV	7	X	
8a Enter the states to which the foundation reports or with which it is registered (see instructions) <u>CO</u>			
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	8b	X	
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2016 or the taxable year beginning in 2016 (see instructions for Part XIV)? If "Yes," complete Part XIV	9		X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10		X

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**Part VII-A Statements Regarding Activities** (continued)

	Yes	No
11 At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see instructions)		<b>X</b>
12 Did the foundation make a distribution to a donor advised fund over which the foundation or a disqualified person had advisory privileges? If "Yes," attach statement (see instructions)		<b>X</b>
13 Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ► <b>Not Applicable</b>		<b>X</b>
14 The books are in care of ► <b>The Foundation</b> Telephone no. ► <b>(303) 863-3000</b> Located at ► <b>1560 Broadway Suite 2200, Denver, CO</b> ZIP+4 ► <b>80202</b>		
15 Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041 - Check here and enter the amount of tax-exempt interest received or accrued during the year ► <b>15</b> <b>N/A</b>		
16 At any time during calendar year 2016, did the foundation have an interest in or a signature or other authority over a bank, securities, or other financial account in a foreign country? See the instructions for exceptions and filing requirements for FinCEN Form 114. If "Yes," enter the name of the foreign country ►		<b>X</b>

**Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required**

**File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.**

	Yes	No
1a During the year did the foundation (either directly or indirectly): (1) Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (2) Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (3) Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (4) Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (5) Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No (6) Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see instructions)? Organizations relying on a current notice regarding disaster assistance check here ► <b>N/A</b>	<b>1b</b>	
c Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2016?	<b>1c</b>	<b>X</b>
2 Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5)): a At the end of tax year 2016, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2016? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ► _____, _____, _____ b Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement - see instructions.) <b>N/A</b> c If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ► _____, _____, _____	<b>2b</b>	
3a Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No b If "Yes," did it have excess business holdings in 2016 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest; or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2016) <b>N/A</b>	<b>3b</b>	
4a Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	<b>4a</b>	<b>X</b>
b Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2016?	<b>4b</b>	<b>X</b>

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**Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required** (continued)

**5a** During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? ☐ Yes ☒ No

(2) Influence the outcome of any specific public election (see section 4955); or to carry on, directly or indirectly, any voter registration drive? ☐ Yes ☒ No

(3) Provide a grant to an individual for travel, study, or other similar purposes? ☐ Yes ☒ No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 4945(d)(4)(A)? (see instructions) ☐ Yes ☒ No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? ☐ Yes ☒ No

**b** If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see instructions)? **N/A**

Organizations relying on a current notice regarding disaster assistance check here ☐

**c** If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? **N/A** ☐ Yes ☐ No

If "Yes," attach the statement required by Regulations section 53.4945-5(d)

**6a** Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? ☐ Yes ☒ No

**b** Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? ☐ Yes ☒ No

If "Yes" to 6b, file Form 8870.

**7a** At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? ☐ Yes ☒ No

**b** If "Yes," did the foundation receive any proceeds or have any net income attributable to the transaction? **N/A**

	<b>5b</b>	
	<b>6b</b>	<b>X</b>
	<b>7b</b>	

**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors**

**1 List all officers, directors, trustees, foundation managers and their compensation.**

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (If not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Statement 10		0.	0.	0.

**2 Compensation of five highest-paid employees (other than those included on line 1). If none, enter "NONE."**

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

**Total number of other employees paid over \$50,000** **0**

**Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors** *(continued)*

**3 Five highest-paid independent contractors for professional services. If none, enter "NONE."**

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services		0

<b>Part IX-A</b>	<b>Summary of Direct Charitable Activities</b>
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List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc.

1	N/A	
2		
3		
4		

<b>Part IX-B</b>	<b>Summary of Program-Related Investments</b>
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Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2.

Section 501(c)(3) Charitable Contribution Deduction Worksheet (Form 990)		Amount
1	N/A	
2		
3	All other program-related investments. See instructions.	
Total. Add lines 1 through 3		0.

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**Part X Minimum Investment Return** (All domestic foundations must complete this part. Foreign foundations, see instructions)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	27,035,995.
b	Average of monthly cash balances	1b	6,941,243.
c	Fair market value of all other assets	1c	
d	<b>Total</b> (add lines 1a, b, and c)	1d	33,977,238.
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0.
2	Acquisition indebtedness applicable to line 1 assets	2	0.
3	Subtract line 2 from line 1d	3	33,977,238.
4	Cash deemed held for charitable activities. Enter 1 1/2% of line 3 (for greater amount, see instructions)	4	509,659.
5	<b>Net value of noncharitable-use assets.</b> Subtract line 4 from line 3. Enter here and on Part V, line 4	5	33,467,579.
6	<b>Minimum investment return.</b> Enter 5% of line 5	6	1,673,379.

**Part XI Distributable Amount** (see instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here ☐ and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	1,673,379.
2a	Tax on investment income for 2016 from Part VI, line 5	2a	28,912.
b	Income tax for 2016. (This does not include the tax from Part VI.)	2b	24,594.
c	Add lines 2a and 2b	2c	53,506.
3	Distributable amount before adjustments. Subtract line 2c from line 1	3	1,619,873.
4	Recoveries of amounts treated as qualifying distributions	4	0.
5	Add lines 3 and 4	5	1,619,873.
6	Deduction from distributable amount (see instructions)	6	0.
7	<b>Distributable amount as adjusted.</b> Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	1,619,873.

**Part XII Qualifying Distributions** (see instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc. - total from Part I, column (d), line 26	1a	250,163.
b	Program-related investments - total from Part IX-B	1b	0.
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	<b>Qualifying distributions.</b> Add lines 1a through 3b. Enter here and on Part V, line 8, and Part XIII, line 4	4	250,163.
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b	5	0.
6	<b>Adjusted qualifying distributions.</b> Subtract line 5 from line 4	6	250,163.

**Note:** The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years.

Form 990-PF (2016)



The Frederic C. Hamilton  
Family Foundation

Form 990-PF (2016)

54-2099318 Page 9

**Part XIII** Undistributed Income (see instructions)

	(a) Corpus	(b) Years prior to 2015	(c) 2015	(d) 2016
1 Distributable amount for 2016 from Part XI, line 7				1,619,873.
2 Undistributed income, if any, as of the end of 2016				
a Enter amount for 2015 only			0.	
b Total for prior years:		0.		
3 Excess distributions carryover, if any, to 2016:				
a From 2011	3,705,392.			
b From 2012				
c From 2013				
d From 2014	3,882,855.			
e From 2015				
f Total of lines 3a through e	7,588,247.			
4 Qualifying distributions for 2016 from Part XII, line 4: ▶ \$	250,163.			
a Applied to 2015, but not more than line 2a			0.	
b Applied to undistributed income of prior years (Election required - see instructions)		0.		
c Treated as distributions out of corpus (Election required - see instructions)	0.			
d Applied to 2016 distributable amount				250,163.
e Remaining amount distributed out of corpus	0.			
5 Excess distributions carryover applied to 2016 (If an amount appears in column (d), the same amount must be shown in column (a))	1,369,710.			1,369,710.
6 Enter the net total of each column as indicated below:	6,218,537.			
a Corpus Add lines 3f, 4c, and 4e Subtract line 5				
b Prior years' undistributed income. Subtract line 4b from line 2b		0.		
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed		0.		
d Subtract line 6c from line 6b. Taxable amount - see instructions		0.		
e Undistributed income for 2015. Subtract line 4a from line 2a. Taxable amount - see instr.			0.	
f Undistributed income for 2016. Subtract lines 4d and 5 from line 1. This amount must be distributed in 2017				0.
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (Election may be required - see instructions)	0.			
8 Excess distributions carryover from 2011 not applied on line 5 or line 7	2,335,682.			
9 Excess distributions carryover to 2017. Subtract lines 7 and 8 from line 6a	3,882,855.			
10 Analysis of line 9:				
a Excess from 2012				
b Excess from 2013				
c Excess from 2014	3,882,855.			
d Excess from 2015				
e Excess from 2016				

**Part XIV Private Operating Foundations** (see instructions and Part VII-A, question 9)

N/A

**1 a** If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2016, enter the date of the ruling

**b** Check box to indicate whether the foundation is a private operating foundation described in section

4942(j)(3) or		4942(j)(5)
---------------	--	------------

- 2 a** Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed
- b** 85% of line 2a
- c** Qualifying distributions from Part XII, line 4 for each year listed
- d** Amounts included in line 2c not used directly for active conduct of exempt activities
- e** Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c

[illegible]

**Part XV** **Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year-see instructions.)**

**1 Information Regarding Foundation Managers:**

- a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)

See Statement 11

- b** List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest.

None

**2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:**

Check here ☒ if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

- a** The name, address, and telephone number or e-mail address of the person to whom applications should be addressed:

- b** The form in which applications should be submitted and information and materials they should include:

- c Any submission deadlines:**

- d** Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:

**Part XV** **Supplementary Information** (continued)

<b>3 Grants and Contributions Paid During the Year or Approved for Future Payment</b>				
Recipient Name and address (home or business)	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
<b>a Paid during the year</b>				
See Schedule 1 Attached				250,163.
<b>Total</b>			<b>▶ 3a</b>	250,163.
<b>b Approved for future payment</b>				
None				
<b>Total</b>			<b>▶ 3b</b>	0.




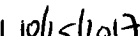
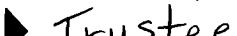
**Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations**

- |          |  | Yes          | No       |
|----------|--|--------------|----------|
| <b>1</b> | Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?  |              |          |
| <b>a</b> | Transfers from the reporting foundation to a noncharitable exempt organization of:   |              |          |
|          | (1) Cash   | <b>1a(1)</b> | <b>X</b> |
|          | (2) Other assets   | <b>1a(2)</b> | <b>X</b> |
| <b>b</b> | Other transactions:  |              |          |
|          | (1) Sales of assets to a noncharitable exempt organization   | <b>1b(1)</b> | <b>X</b> |
|          | (2) Purchases of assets from a noncharitable exempt organization   | <b>1b(2)</b> | <b>X</b> |
|          | (3) Rental of facilities, equipment, or other assets   | <b>1b(3)</b> | <b>X</b> |
|          | (4) Reimbursement arrangements   | <b>1b(4)</b> | <b>X</b> |
|          | (5) Loans or loan guarantees   | <b>1b(5)</b> | <b>X</b> |
|          | (6) Performance of services or membership or fundraising solicitations   | <b>1b(6)</b> | <b>X</b> |
| <b>c</b> | Sharing of facilities, equipment, mailing lists, other assets, or paid employees   | <b>1c</b>    | <b>X</b> |
| <b>d</b> | If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received. |              |          |

[illegible]

- 2a** Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? ☐ Yes ☒ No
- b** If "Yes," complete the following schedule.

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Sign Here	Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.					May the IRS discuss this return with the preparer shown below (see instr.)? <input type="checkbox"/> Yes <input type="checkbox"/> No
	 Signature of officer or trustee		 Date	 Title		
Paid Preparer Use Only	Print/Type preparer's name		Preparer's signature	Date	Check <input type="checkbox"/> if self-employed	PTIN
	Firm's name ▶					Firm's EIN ▶
	Firm's address ▶					Phone no.

**Part IV** Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	AKO Fund Ltd	P	03/31/14	01/13/16
b	Camcap Energy O/S Fund Ltd	P	10/01/06	12/01/16
c	Convexity Cap Offshore LP	P	02/13/06	Various
d	Discovery Global Opp Fund Ltd	P	02/01/12	07/25/16
e	LKCM Investment Partnership	P	07/01/13	04/21/16
f	OZ Overseas Fund Ltd	P	01/01/06	Various
g	Shepherd Investments Int'l	P	06/03/03	Various
h	Rose Grove O/S Fund	P	10/29/10	Various
i	Steadfast Int'l Ltd	P	03/31/10	Various
j	Swiftcurrent Offshore Ltd	P	01/02/02	01/22/16
k	Tiger Asia Overseas	P	02/01/02	01/28/16
l	Northern Trust	P	Various	Various
m	Other	P	Various	Various
n	From Partnerships	P	Various	Various
o	From Partnerships	P	Various	Various

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a 1,167,968.		1,000,000.	167,968.
b		265,179.	<265,179.>
c 94,016.			94,016.
d 658,134.		500,000.	158,134.
e 30,092.			30,092.
f 1,074,486.		550,000.	524,486.
g 2,047.			2,047.
h 493,087.		400,000.	93,087.
i 1,323,559.		1,000,000.	323,559.
j 407.			407.
k 656.			656.
l		8,158.	<8,158.>
m 4,076.			4,076.
n 29,063.			29,063.
o 111,064.			111,064.

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
a			167,968.
b			<265,179.>
c			94,016.
d			158,134.
e			30,092.
f			524,486.
g			2,047.
h			93,087.
i			323,559.
j			407.
k			656.
l			<8,158.>
m			4,076.
n			29,063.
o			111,064.

2 Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7  
If (loss), enter "-0-" in Part I, line 7 }

2

3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6):  
If gain, also enter in Part I, line 8, column (c).  
If (loss), enter "-0-" in Part I, line 8

3

**Part IV** Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs. MLC Co.		(b) How acquired P - Purchase D - Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a	From Partnerships	P	Various	Various
b	From Partnerships	P	Various	Various
c				
d				
e				
f				
g				
h				
i				
j				
k				
l				
m				
n				
o				

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
a			0.
b			0.
c			
d			
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Losses (from col. (h)) Gains (excess of col. (h) gain over col. (k), but not less than "-0-")
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
a			0.
b			0.
c			
d			
e			
f			
g			
h			
i			
j			
k			
l			
m			
n			
o			

2	Capital gain net income or (net capital loss) { If gain, also enter in Part I, line 7 If (loss), enter "-0-" in Part I, line 7 }	2	1,265,318.
3	Net short-term capital gain or (loss) as defined in sections 1222(5) and (6): If gain, also enter in Part I, line 8, column (c). If (loss), enter "-0-" in Part I, line 8	3	N/A

Form 990-PF                      Gain or (Loss) from Sale of Assets                      Statement    1

(a) Description of Property			Manner Acquired	Date Acquired	Date Sold
AKO Fund Ltd			Purchased	03/31/14	01/13/16
(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss	
1,167,968.	1,000,000.	0.	0.	167,968.	

(a) Description of Property			Manner Acquired	Date Acquired	Date Sold
Camcap Energy O/S Fund Ltd			Purchased	10/01/06	12/01/16
(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss	
0.	265,179.	0.	0.	<265,179.>	

(a) Description of Property			Manner Acquired	Date Acquired	Date Sold
Convexity Cap Offshore LP			Purchased	02/13/06	Various
(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss	
94,016.	0.	0.	0.	94,016.	



(a) Description of Property	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
Discovery Global Opp Fund Ltd					
	658,134.	500,000.	0.	0.	158,134.

(a) Description of Property	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
LKCM Investment Partnership					
	30,092.	0.	0.	0.	30,092.

(a) Description of Property	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
OZ Overseas Fund Ltd					
	1,074,486.	550,000.	0.	0.	524,486.

(a) Description of Property	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
Shepherd Investments Int'l					
	2,047.	0.	0.	0.	2,047.

(a) Description of Property	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
Rose Grove O/S Fund					
	493,087.	400,000.	0.	0.	93,087.

(a) Description of Property	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
Steadfast Int'l Ltd					
	1,323,559.	1,000,000.	0.	0.	323,559.

(a) Description of Property	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
Swiftcurrent Offshore Ltd					
	407.	0.	0.	0.	407.

(a) Description of Property	(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
Tiger Asia Overseas					
	656.	0.	0.	0.	656.

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold
Northern Trust	Purchased	Various	Various

(b) Gross Sales Price	(c) Value at Time of Acq.	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
0.	8,158.	0.	0.	<8,158.>

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold	
Other	Purchased	Various	Various	
(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
4,076.	0.	0.	0.	4,076.

(a) Description of Property		Manner Acquired	Date Acquired	Date Sold
From Partnerships		Purchased	Various	Various
(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
29,063.	0.	0.	0.	29,063.

(a) Description of Property	Manner Acquired	Date Acquired	Date Sold	
From Partnerships	Purchased	Various	Various	
(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
111,064.	0.	0.	0.	111,064.

(a) Description of Property	Manner Acquired		Date Acquired	Date Sold
From Partnerships	Purchased		Various	Various
(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
0.	<1,702.>	0.	0.	1,702.

(a) Description of Property	Manner Acquired		Date Acquired	Date Sold
From Partnerships	Purchased		Various	Various
(b) Gross Sales Price	(c) Cost or Other Basis	(d) Expense of Sale	(e) Deprec.	(f) Gain or Loss
0.	<6,571.>	0.	0.	6,571.

Capital Gains Dividends from Part IV 0.

Total to Form 990-PF, Part I, line 6a 1,273,591.

Form 990-PF Interest on Savings and Temporary Cash Investments Statement 2

Source	(a) Revenue Per Books	(b) Net Investment Income	(c) Adjusted Net Income
From Partnerships	58,097.	55,505.	
From Partnerships	2,592.	2,592.	
Other	55,995.	55,995.	
Total to Part I, line 3	116,684.	114,092.	

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Form 990-PF	Dividends and Interest from Securities	Statement	3
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Source	Gross Amount	Capital Gains Dividends	(a) Revenue Per Books	(b) Net Invest-ment Income	(c) Adjusted Net Income
From Partnerships	7,679.	0.	7,679.	7,168.	
From Partnerships	511.	0.	511.	511.	
To Part I, line 4	8,190.	0.	8,190.	7,679.	

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Form 990-PF	Other Income	Statement	4
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Description	(a) Revenue Per Books	(b) Net Invest-ment Income	(c) Adjusted Net Income
Ordinary Income from Partnerships	116,359.	<6,089.>	
Ordinary Income from Partnerships	122,448.	122,448.	
Total to Form 990-PF, Part I, line 11	238,807.	116,359.	

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Form 990-PF	Other Professional Fees	Statement	5
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Description	(a) Expenses Per Books	(b) Net Invest-ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Investment Management Fees	7,512.	7,512.		0.
Other Management Fees	39,209.	39,209.		0.
To Form 990-PF, Pg 1, ln 16c	46,721.	46,721.		0.

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Form 990-PF	Taxes		Statement	6
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
U.S. Excise Tax	85,000.	0.		0.
Foreign Tax Paid	593.	593.		0.
To Form 990-PF, Pg 1, ln 18	85,593.	593.		0.

Form 990-PF	Other Expenses		Statement	7
Description	(a) Expenses Per Books	(b) Net Invest- ment Income	(c) Adjusted Net Income	(d) Charitable Purposes
Other Expenses	67.	67.		0.
To Form 990-PF, Pg 1, ln 23	67.	67.		0.

Form 990-PF	Corporate Stock		Statement	8
Description	Book Value	Fair Market Value		
Adelphi Europe Fund	1,000,000.	925,957.		
AKO Fund Ltd	0.	0.		
Arisaig Global Emerging Markets	600,000.	508,289.		
Attestor Value Fund Ltd	448,224.	496,481.		
Axar Offshore Fund Ltd	500,000.	618,917.		
Bay Pond Offshore	500,000.	745,453.		
CamCap Energy	0.	0.		
CamCap Resources	499,099.	83,131.		
Camber Capital Offshore	400,000.	722,376.		
Canyon Distressed Opp Fund II	87,500.	91,068.		
Coatue Offshore	581,388.	1,122,794.		
Crescat Global Macro Fund	488,915.	484,050.		
Davidson Kempner International	1,000,000.	1,087,371.		
Discovery Global	0.	34,639.		
Harbor Spring Capital	500,000.	501,417.		
Lone Savin	500,000.	557,029.		
Longpoint Minerals	350,000.	350,000.		
Maple Leaf Offshore Ltd	24,321.	2,474.		
Maverick Fund Ltd	1,000,000.	917,840.		
Melvin Capital Offshore	1,000,000.	1,000,000.		

Mercury Capital No. 2	76,100.	78,244.
Miura Global Fund	1,000,000.	881,337.
OrbiMed Partners	377,138.	355,046.
OZ Europe Overseas Fund II	64,581.	35,195.
OZ Overseas Fund Ltd	0.	398,817.
Redwood Opportunity	463,364.	849,251.
Rose Grove Offshore	0.	0.
Sandstone Capital India Offshore	247,238.	27,681.
Sowood Alpha Fund	349,024.	22,393.
Steadfast International	0.	13,284.
Steelmill Fund	1,000,000.	1,467,194.
Tiger Global Long	850,000.	1,048,764.
Tiger Pacific Offshore	500,000.	466,567.
Viking Global Equities III	450,737.	1,824,269.
Whale Rock Flagship Fund	500,000.	493,421.
Convexity Cap	0.	1,919.
Lone Pinon	0.	394,897.
Shepherd Investments International	0.	74,451.
Swiftcurrent Offshore	0.	9,687.
Tiger Global Ltd	0.	1,795,260.
Total to Form 990-PF, Part II, line 10b	15,357,629.	20,486,963.

Form 990-PF	Other Investments	Statement	9
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Description	Valuation Method	Book Value	Fair Market Value
Camber Capital Opp Fund	FMV	249,686.	213,242.
Clayton Dubilier and Rice	FMV	23,494.	71,864.
Coatue Private Fund II	FMV	254,729.	318,605.
Denham Commodity Partner Fund	FMV	155,943.	115,349.
DW Catalyst	FMV	105,763.	266,556.
H Capital III	FMV	202,489.	227,831.
Highfields Capital	FMV	51,256.	12,955.
King Street	FMV	1,631,671.	1,813,933.
Lone Cascade	FMV	79,463.	90,380.
Northern Trust Bonds	FMV	274,219.	242,644.
Palo Alto Healthcare Fund	FMV	502,546.	635,156.
Palo Alto Fund II	FMV	311,360.	79,814.
Pinetree Financial LLC	FMV	861,233.	849,542.
Pinetree FF	FMV	88,129.	87,766.
Remington Investment Strategies	FMV	1,586,023.	1,544,429.
Tiger Global Inv Prtnrs IX	FMV	428,716.	396,001.
Tiger Global Inv Prtnrs X	FMV	2,606.	3,750.
Total to Form 990-PF, Part II, line 13		6,809,326.	6,969,817.

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Form 990-PF	Part VIII - List of Officers, Directors Trustees and Foundation Managers	Statement 10
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Name and Address	Title and Avrg Hrs/Wk	Compen- sation	Employee Ben Plan Expense Contrib Account
Frederic C. Hamilton 1560 Broadway Suite 2200 Denver, CO 80202	Grantor & Trustee 0.00	0.	0. 0.
Jane M. Hamilton 1560 Broadway Suite 2200 Denver, CO 80202	Trustee 0.00	0.	0. 0.
Christy Hamilton 1560 Broadway Suite 2200 Denver, CO 80202	Trustee 0.00	0.	0. 0.
Frederic C. Hamilton, Jr. 1560 Broadway Suite 2200 Denver, CO 80202	Trustee 0.00	0.	0. 0.
Crawford M. Hamilton 1560 Broadway Suite 2200 Denver, CO 80202	Trustee 0.00	0.	0. 0.
Thomas M. Hamilton 1560 Broadway Suite 2200 Denver, CO 80202	Trustee 0.00	0.	0. 0.
Totals included on 990-PF, Page 6, Part VIII		0.	0. 0.

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Form 990-PF	Part XV - Line 1a List of Foundation Managers	Statement 11
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Name of Manager

Frederic C. Hamilton  
Jane M. Hamilton



**THE FREDERIC C. HAMILTON FAMILY FOUNDATION (54-2099318)**  
**Cash Grants & Contributions Made During the Year Ended December 31, 2016**

<b>Recipient Name &amp; Purpose of Contribution, if Specified</b>	<b>City/State/Zip</b>	<b>Amount</b>
<u>Recipient Street Address</u>		
564 Park Avenue Preservation Foundation 564 Park Avenue	New York, NY 10065	1,500
1000 Friends of Florida PO Box 5948	Tallahassee, FL 62314	2,000
ACE Scholarships 1201 E. Colfax Avenue, Suite 302	Denver, CO 80218	2,250
Archbold Foundation, Annual Fund 910 South Broad Street	Thomasville, GA 31792	3,000
Atlantic Salmon Federation (U.S.) PO Box 807, PO Box 807	Calais, ME 04619-0807	2,500
Babson College Office of Development, PO Box 57310	Babson Park, MA 02457- 0310	3,000
Boys & Girls Clubs of Metro Denver 2017 West 9th Avenue	Denver, CO 80204	3,500
Boys and Girls Clubs of Martin County PO Box 910	Hobe Sound, FL 33475	1,200
Caesar Kleberg Wildlife Research Institute, General Fund Kingsville700 University Blvd., MSC 218	Kingsville, TX 78363-8202	3,000
Colorado Rocky Mountain School, 2015-2016 Annual Fund 1493 County Road 106	Carbondale, CO 81623	5,000
Connecticut College, Annual Fund Office of College Advancement, 270 Mohegan Avenue	New London, CT 06320-4196	4,000
Denver Art Museum 100 West 14th Avenue Parkway	Denver, CO 80204	58,640
Denver Justice Council, Rose Andom Center 201 W. Colfax Avenue, 8th Fl	Denver, CO 80202	500
Doe Fund 232 East 84th Street	New York, NY 10028	500

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Fishers Island Community Center Box 464	Fishers Island, NY 06390	1,000
Fishers Island Conservancy PO Box 553	Fishers Island, NY 06390	400
Fishers Island Fire Department PO Box 123	Fishers Island, NY 06390	100
Fishers Island People's Project PO Box 523	Fishers Island, NY 06390	100
Freedom Institute Inc. 515 Madison Avenue, 26th Floor	New York, NY 10022	500
George Washington Foundation, Kenmore 1201 Washington Avenue	Fredericksburg, VA 22401	3,500
Graland Country Day School, Ascend Campaign 55 Clermont Street	Denver, CO 80220	13,000
Graland Country Day School, Parent Association 55 Clermont Street	Denver, CO 80220	1,675
Guardians of Martin County PO Box 1489	Hobe Sound, FL 33475	2,000
Hobe Sound Community Chest PO Box 511	Hobe Sound, FL 33475-0511	500
Hobe Sound Nature Center PO Box 214	Hobe Sound, FL 33475	200
Horizons at Colorado Academy 3800 So. Pierce Street	Denver, CO 80235	150
Independence Institute 727 E 16 <sup>th</sup> Avenue	Denver, CO 80203	250
Island Community Center, Inc. PO Box 464	Fishers Island, NY 06390	500
Island Health Project, Inc. PO Box 344	Fishers Island, NY 06390	1,100

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Junior Achievement Colorado Business Hall of Fame 1445 Market Street, Suite 200	Denver, CO 80202	3,000
Kent Denver School 4000 East Quincy Avenue, 4000 East Quincy Avenue	Englewood, CO 80110-9908	5,000
KIPP San Antonio 731 Fredericksburg Rd.	San Antonio, TX 78201	5,000
Lawrence & Memorial Hospital, Development Fund 365 Montauk Avenue	New London, CT 06320-9951	250
Memorial Sloan-Kettering, Special Projects 1233 York Avenue	New York, NY 10021	1,000
Millbrook School, Annual Fund 131 Millbrook School Road	Millbrook, NY 12545	2,500
Mizel Museum 400 South Kearney Street	Denver, CO 80224	3,000
National Tay-Sachs & Allied Diseases NY Area, Lord Restricted Fund 1202 Lexington Avenue, Suite 288	New York, NY 10028	500
Navy SEAL Foundation 1619 D Street, Bldg 5326	Virginia Beach, VA 23459	200
Operation Comfort 4900 Broadway, #100	San Antonio, TX 78209	100
PeyBack Foundation 1360 E. 9th Street, Ste 1100	Cleveland, OH 44114-1717	5,000
Planned Parenthood of the Rocky Mountains 7155 E. 38th Avenue	Denver, CO 80207	100
Pomfret School PO Box 128	Pomfret, CT 06258-0128	2,000
Rocky Mountain PBS PO Box 173704	Denver, CO 80217	200

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Salisbury School 251 Canaan Road	Salisbury, CT 06068	3,000
Seeds of Hope 1300 South Steele Street	Denver, CO 80210-2599	4,500
St. Luke's Episcopal School 15 St. Luke's Lane	San Antonio, TX 78209	500
St. Mary's Academy 4545 So. University Blvd.	Englewood, CO 80113-6059	1,550
Saint Mary's Hall 9401 Starcrest Drive	San Antonio, TX 78217	500
St. Paul's School 325 Pleasant Street	Concord, NH 03301-2591	15,000
St. Timothy's School 8400 Greenspring Avenue	Stevenson, MD 21153	1,000
Tall Timbers Foundation, Quail Research Initiative 13093 Henry Beadel Drive	Tallahassee, FL 32312-0918	500
Texas Christian University TCU Box 297440	Ft. Worth, TX 76129	2,000
The Conservation Fund 1942 Broadway Street, Suite 323	Boulder, CO 80302	1,000
The Heritage Foundation 214 Massachusetts Avenue NE	Washington, DC 20002	200
The Park People "Tennis for Kids" c/o Gates Tennis Center, 3300 East Bayaud Avenue	Denver, CO 80209	1,000
The Peregrin Fund, General Fund World Center for Birds of Prey, 5668 West Flying Hawk Lane	Boise, ID 83709	5,000
Thomasville Antiques Show Foundation Inc. PO Box 1633	Thomasville, GA 31799	550

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University of Colorado Foundation, Women's Health Research Mail Stop A06513001 East 17th Place		Aurora, CO 80045	200
University of Denver, Chancellors Society 2199 South University Blvd		Denver, CO 80208	1,000
University of Denver, Chancellors Discretionary Fund 2199 South University Blvd		Denver, CO 80208	5,000
University of Denver, Capital Campaign 2199 South University Blvd		Denver, CO 80208	10,000
University of Denver 2199 South University Blvd		Denver, CO 80208	2,000
Vail Global Energy Forum Foundation 887 Lake Creek Road		Edwards, CO 81632	24,548
Wake Forest University, Career Development Operating Fund Office of University Advancement, Box 7227		Winston-Salem, NC 27109	20,000
Walsh Park Benevolent Corporation PO Box 684		Fishers Island, NY 06390	100
World Monuments Fund 350 Fifth Avenue, Suite 2412		New York, NY 10118	5,000
Wounded Warrior Project WWP National Processing Center, PO Box 758516		Topeka, KS 66675-8516	2,500
Yale Trap and Skeet Club Yale University, Dept. of Athletics, PO Box 208216		New Haven, CT 06520-8216	100
			<b><u>\$250,163</u></b>